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**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

**BIRDSALL SERVICES GROUP,
INC., et al.,**

Debtors.

**Chapter 11
(Jointly Administered)**

Case No. 13-16743 (MBK)

Civil No. 3:13-cv-02202-MAS

**AMENDED SUPPLEMENTAL DECLARATION OF
JOHN L. WUESTNECK IN SUPPORT OF DEBTORS' OBJECTION
TO THE STATE OF NEW JERSEY'S
MOTION FOR STAY PENDING APPEAL**

JOHN L. WUESTNECK hereby declares pursuant to 28 U.S.C. § 1746 that the following is true:

1. I am the Chief Operating Officer of Birdsall Services Group, Inc. ("BSG Inc.") and the Manager of BSG Engineering, Surveying & Landscape Architecture, LLC ("BSG LLC"), the within debtors (collectively, the "Debtors"). I have served as Chief Operating Officer since January 1, 2011 and Manager since January 1, 2013.

2. I am fully familiar with the Debtors' business affairs and day-to-day operations, and am duly authorized to make this declaration on the Debtors' behalf. The factual statements in this declaration are based on my personal knowledge, information supplied to me by others under my supervision, my review of relevant documents, and my experience and knowledge of the Debtors' operations and financial conditions.

3. I submit this Declaration in support of the Debtors' Objection to the State of New Jersey's Motion for Stay Pending Appeal.

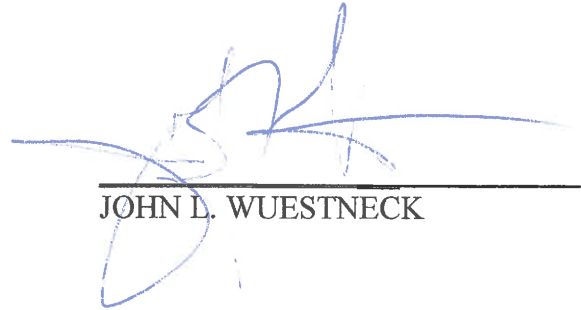
4. After the United States District Court for the District of New Jersey ordered the Debtors not to make payroll during the telephonic hearing yesterday, April 10, 2013, the Debtors were forced to close their doors and furlough all employees. The Debtors did so because they could no longer assure their ability to fund payroll or any other expenditures. Numerous clients are contacting the Debtors about obtaining their files.

5. While yesterday's hearing was being conducted, the Debtors met with a potential buyer interested in purchasing substantially all of the Debtors' assets. This buyer intended to keep the Debtors operating as a going concern, retain the Debtors' rank and file employees, and honor existing contracts. I have now been advised that a potential buyer is concerned that nothing will be left to buy unless a letter of intent is signed immediately and a press release is issued stating that the

buyer intends to honor most of the Debtors' contracts and hire most of the Debtors' employees.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 12, 2013, at Eatontown, New Jersey.



JOHN L. WUESTNECK